

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE LIBOR-BASED FINANCIAL
INSTRUMENTS ANTITRUST LITIGATION

THIS DOCUMENT RELATES TO:

Amabile, et al. v. Bank of America Corporation, et al.,
Case No. 1:13-cv-01700-NRB

Federal Deposit Insurance Corporation v. Bank of America Corporation, et al., Case No. 1:14-cv-01757-NRB

The Federal Home Loan Mortgage Corporation v. Bank of America Corporation, et al., Case No. 1:13-cv-03952-NRB

National Credit Union Administration Board v. Credit Suisse Group AG, et al., Case No. 1:13-cv-02497-NRB

Triaxx Prime CDO 2006-1 Ltd., et al. v. Bank of America Corporation, et al., Case No. 1:14-cv-00146-NRB

The Regents of the University of California, et al. v. Bank of America Corporation, et al., Case No. 1:13-cv-05186-NRB

East Bay Municipal Utility District v. Bank of America Corporation, et al., Case No. 1:13-cv-00626-NRB

San Diego Association of Governments v. Bank of America Corporation, et al., Case No. 1:13-cv-05221-NRB

City of Richmond, et al. v. Bank of America Corporation, et al., Case No. 1:13-cv-00627-NRB

City of Riverside, et al. v. Bank of America Corporation, et al., Case No. 1:13-cv-00597-NRB

County of Mendocino v. Bank of America Corporation, et al., Case No. 1:13-cv-08644-NRB

County of Sacramento v. Bank of America Corporation, et al., Case No. 1:13-cv-05569-NRB

MDL No. 2262

Master File No. 1:11-md-2262-NRB

ECF Case

County of San Diego v. Bank of America Corporation, et al., Case No. 1:13-cv-00667-NRB

County of San Mateo, et al. v. Bank of America Corporation, et al., Case No. 1:13-cv-00625-NRB

County of Sonoma, et al. v. Bank of America Corporation, et al., Case No. 1:13-cv-05187-NRB

City of Houston v. Bank of America Corporation, et al., Case No. 1:13-cv-05616-NRB

The Charles Schwab Corporation, et al. v. Bank of America Corporation, et al., Case No. 1:13-cv-07005-NRB

Bay Area Toll Authority v. Bank of America Corporation, et al., Case No. 1:14-cv-03094-NRB

**DECLARATION OF DR. FRANK BORSTELMANN IN SUPPORT OF
PORTIGON AG'S MOTION TO DISMISS**

Pursuant to 28 U.S.C. § 1746, Frank Borstelmann declares that the following is true and correct under penalty of perjury under the laws of the United States of America:

1. I am the company secretary (“Generalsekretariat”) of Portigon AG (formerly known as WestLB AG) (“Portigon”). I submit this declaration in support of Portigon’s motion to dismiss the above-captioned actions for lack of personal jurisdiction. I have personal knowledge of the facts set forth herein based on my work at Portigon and my review of its records.
2. Portigon is a bank incorporated in the Federal Republic of Germany, with its headquarters at Herzogstraße 15, 40217 Düsseldorf, Germany. Portigon’s principal place of business is and always has been in Germany.
3. Portigon is owned 69.49% by the German State of North Rhine-Westphalia, and 30.51% by NRW Bank, which itself is owned by the German State of North Rhine-Westphalia.
4. Currently, Portigon has eight offices outside of Germany. These foreign offices are in London, New York, Hong Kong, Madrid, Milan, Singapore, Sydney and Tokyo.

5. Portigon has a single branch office in New York. It has had no other branches or offices anywhere else in the United States since end of 2009.

6. Portigon's operations in New York are small compared to its global operations.

7. For the fiscal year ending December 2012, Portigon's New York branch generated 8% of Portigon's worldwide net revenues. For the fiscal year ending December 2013, Portigon's New York branch generated 14% of Portigon's worldwide net revenues. For the first half of fiscal year 2014, Portigon's New York branch generated 4% of Portigon's worldwide net revenues.

8. As of December 2012, there were 193 employees in Portigon's New York branch, or 7.1% of Portigon's employees worldwide. As of December 2013 there were 130 employees in Portigon's New York branch, or 6.2% of Portigon's employees worldwide. As of June 2014, there were 57 employees in Portigon's New York branch, or 3.2% of Portigon's employees worldwide.

9. As of August 2011, Portigon ceased participation in the British Bankers Association's ("BBA") USD LIBOR panel.

10. The Portigon employees responsible for the determination or submission of rates to the BBA in the United Kingdom for use in the calculation of USD LIBOR were located in London, England, and made Portigon's submissions from that location.

Executed this 5 day of November 2014, in Düsseldorf, Germany



Dr. Frank Borstelmann